

**LATAG Minutes April 20, 2004****Introduction of those present and signed in:**

LeRoy Thom
JoElyn Brus
Les Skramstad

Gordon Sullivan
Albert (Lee) Clarke

Gayla Benefield
Michelle Lockman

Review/Approve Minutes March 23 and April 6:

Gayla, Executive Chairperson, called the meeting to order at 7:20 PM. LeRoy made a motion, seconded by Lee Clarke approving March 23 Minutes. Motion passed unanimously. Michelle made a motion, seconded by LeRoy approving April 6 Minutes. Motion passed unanimously.

Draft for Discussion of the Board of Directors: Roles and Responsibilities: No corrections were made. Gayla questioned if we can have fundraisers as indicated in #3. Gordon reminded us that the Clark Fork Coalition conducts fundraisers.

Roles and Responsibilities of Individual Board Members': #1 accepted as written. #2 to read as follows: As a board member you have an obligation to attend as many meetings as possible, however we do understand scheduling conflicts. It is further understood this is a working board, but your ongoing participation is extremely important to both decision-making and our responsibility to the board. If a person misses three meeting in a row the Executive Board will contact the board member to ascertain the member's commitment.

Replace #4 The Board members are expected to contributed/donate in kind time or service to the progress of the board.

Numbers 5, 6, 7, 8, and 10 are fine as written. Remove #9

Old Business: Methods of compensation and payment of bills currently due. Two bills due one for the Montanian and Western News for the LATAG Meeting announcements. Because Barb Guthneck was not present at this meeting Gayla is going to contact her regarding payment of these bills.

Gayla had the new Executive Board members sign the Credit Union form so we can utilize the LATAG checking account. Gayla report she had discussed the matter with Mike Noble, Treasurer, who is familiar with the procedure. Gayla reported she had filed the name change with the Secretary of State. The fee was \$15.00. Gordon Sullivan, Technical Advisor, informed us that there is a form in our packet that would allow us to collect up to \$10,000.00 from the EPA to pay bills, wages, etc. However, after some discussion it was noted by Gayla that our billing is a revolving door policy, which

eliminates our ability to collect up to \$10,000.00. Gayla stated she would contact Wendi Thomi or the Clark Fork Coalition regarding this type of arrangement for the LATAG. Gayla reported that we are insured up to \$1,000,000.00 with Sandy Wagner until 9/1/2004. Gayla will contact Sandy and determine what the procedure is to continue coverage. Gordon questioned if it wouldn't be wiser to be bonded than insured. Gayla will contact Ann German, who did all the legal work for the initial LATAG, and obtain her legal advice on this matter. Le Roy suggested that Gayla contacted her regarding bonding vs. insurance. Bonding process would be easier. Gayla also stated she would contact the Clark Fork Coalition and see how they handle this matter.

Administrator Position: Gayla, Executive Director, reported that she had received five (5) applications for the positions: Mary Tevebaugh, Helen Clarke, Donna Martin or Marshall, Carlene Orr, and ?Molly Krien

New Business: LeRoy questioned if there were any hiring procedures in our Policies and Procedures. Gayla stated that she would be obtaining a list of questions from Pat Cohan, which we can utilize when interviewing for our upcoming Administrator Position. LeRoy, Mike Noble, Gayla and JoElyn agreed to meet to review the applicants on Friday, April 23.

Danette Quick from Helena EPA offered to come to Libby and train our new Grant Administrator. LeRoy suggested it would be a good transition if Barb Guthneck, Danette Quick and the newly hired Grant Administrator meet the week of May 10th when Wendi Thomi would be in Libby for the CAG meeting on the 13th.

Policy and Procedure Review: Under LATAG Objective:

Number 3 okay

4. Keep the community informed of activities involving the Libby superfund site by:
 - a. Newsletter of remedial action. Gayla commented that monies are available in our budget. Gordon Sullivan has quotes from the Western News and Montanian on a yearly basis for our reporting.
 - b. Placing (insert LATAG) produced reports/documents in the EPA repository and Libby public library (if space). The plans are to have an area in the public library where they would have all the legal documents, etc. pertaining to asbestos. Gordon has approached the Community Library and they have offered us space.
 - c. c thru g are okay as written

Organizational Policy

1. okay
2. There are three annually elected Board Executive Officers ...Thereafter, terms of Executive Officers will be staggered. In emergency circumstances the Executive Officers (the Executive Committee) shall act on behalf of the Board of Directors.

Any Executive Officer of the Board may be removed from office by two-third vote of the Board and such Officer shall be given written notice of the reasons for the removal. Between Board of Directors meetings, the Executive Officers shall act on behalf of the Board of Directors. Any decision of the Executive Committee may be overruled by two-thirds of the Board. Such voting may occur at the next regular meeting.

Chair: The Chair shall... fine up to the last sentence. Eliminate the "The Chair may sign checks, contacts or other instruments.."

Vice Chair: okay

Secretary and Treasurer (position held by two different individuals)

Secretary: The secretary shall keep a written report of all board meetings and the records of the Organization and the Board of Directors. She/he shall call meetings of the Board and the Executive Committee.

Treasurer: The Treasurer will serve as the chairperson of the Finance Committee. As Treasurer...Eliminate Secretary from the third line.

Committees:

The Chair may establish...okay
Executive Committee—

The Executive Committee shall consist of five members: The Chair, Vice Chair, Secretary, Treasurer and Executive at Large. The Executive Committee shall exercise Board of Directors powers (add ...in emergency situations) between Board meetings. Exceptions...okay

Nominating, Finance and Information/Education Committees – okay

Administrative Policy and Procedures Manual

Everyone agreed that the following two sentences were worth highlighting:

Agree not to act independently as a representative of the LATAG Board without the full knowledge and consent of the Board.

Demonstrate a consideration for (and an interest in) the community as a whole when acting as a Board Member, and not simply as a representative of self-serving interests or that of another group or constituency.

Move the following sentence to follow the above two sentences:

Accept responsibility and accountability for the decisions made by the Board, regardless of personal opinion.

Foster open and constructive...okay

Add: As a Board member you have an obligation to attend as many meetings as possible. The Board recognizes that meeting schedules can be a problem.

The rest of the document was accepted as written.

LeRoy made a motion that the Secretary and Chair put the above into one document to reviewed, changes made and present the revised documents to the Board. Seconded by Lee Clarke. Motion unanimously carried.

Aministrative Policy and Procedures Manual

Section I, Series C: Removing a Board Member

A member...okay

- a. Absenteeism – Refer to Roles and Responsibilities.
- b. Malfesance – illegal or wrongful conduct: to be removed
- c. The rest of the page was acceptable.

Series D: Meetings

1. b. notice of the desire to present the agenda item and information as to its subject matter is given to the Chair not later than one (1) day (remove five (5)) day before the meeting.
2. Addressing the Board-Remove the last sentence that begins with No one period exceeding three (3) minutes unless the Chair or two thirds (2/3) Board vote allows an extension.

Michelle Lockman made a motion that she resign as a Board member and replace herself with Jan Meadows. Michelle is relocating to Kalispell due to an employment opportunity.

Meeting was adjourned at 9:00 PM

Respectfully submitted,

JoElyn Brus